

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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MIND MEDICINE (MINDMED) INC.,	:	
	:	
Plaintiff,	:	
	:	
v.	:	Case No. 1:23-CV-07875 (DLC)
	:	
SCOTT FREEMAN, JAKE FREEMAN,	:	
CHAD BOULANGER, FARZIN	:	
FARZANEH, VIVEK JAIN, ALEXANDER	:	
WODKA, and FCM MM HOLDINGS, LLC,	:	
	:	
Defendants.	:	
	:	
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**DECLARATION OF KAITLAND KENNELLY, ESQ.
IN SUPPORT OF PLAINTIFF'S OPPOSITION TO DEFENDANTS' MOTION
TO TRANSFER OR, IN THE ALTERNATIVE, STAY THIS ACTION**

DECLARATION

I, Kaitland Kennelly, hereby declare and state:

1. I am an attorney in good standing with the Bar of the State of New York, and I am admitted to practice in this District. I am a partner at the law firm Cooley LLP and counsel for Plaintiff Mind Medicine (MindMed) Inc. (“MindMed”) in this litigation. I submit this declaration in support of MindMed’s Opposition to Defendants’ Motion to Transfer, or, In the Alternative, Stay This Action, ECF No. 31 (the “Transfer Motion”).

2. I have personal knowledge of the following facts and, if called to testify, could and would testify competently thereto.

3. Attached hereto as **Exhibit A** is a true and correct copy of an email exchange dated October 12, 2023 between myself and Reid Skibell, counsel for Defendants in this litigation. An incomplete version of this email exchange was attached as Exhibit E, ECF No. 31-7, to Mr. Skibell’s November 7, 2023 Declaration, which Defendants filed in support of the Transfer Motion.

4. Attached hereto as **Exhibit B** is a true and correct copy of MindMed’s Unopposed Motion for Alternative Service Pursuant to Nevada Rule of Civil Procedure 4.4(b), ECF No. 12 (the “Alternative Service Motion”), filed in the case *MindMed v. Scott Freeman and FCM MM Holdings, LLC*, Case No. 23-cv-1354 (D. Nev.) (the “Nevada Action”).¹ Exhibit B includes the declarations and affidavits filed by MindMed in support of the Alternative Service Motion.

5. Attached hereto as **Exhibit C** is a true and correct copy of FCM MM Holdings, LLC’s (“FCM”) Reply In Support of Motion to Dismiss, Nevada Action ECF No. 45 (the “FCM

¹ For ease of reference and to enable citations to this exhibit, page numbers have been added to the bottom righthand corner of the exhibit.

Reply Brief”). Pursuant to the Nevada court’s directive, FCM filed a corrected version of the FCM Reply Brief on October 17, 2023. *See* Nevada Action ECF No. 62.

6. Attached hereto as **Exhibit D** is a true and correct copy of the Supplemental Declaration of Jake Freeman In Support of Defendant FCM MM Holdings, LLC’s Reply In Support of Motion to Dismiss, executed October 13, 2023 in Princeton, New Jersey, Nevada Action ECF No. 45-1 (the “Jake Freeman Declaration”). The Jake Freeman Declaration was also filed on October 17, 2023 in the Nevada Action in connection with the corrected FCM Reply Brief. *See* Nevada Action ECF No. 62-1.

7. Defendants disclosed that they utilized Troop, Inc., a proxy advisory and shareholder activism advising service, in their proxy solicitation materials. *See, e.g.*, First Amended Complaint Ex. H, ECF No. 27-10, at 13, 16; Ex. M, ECF No. 27-15, at 6-7. Attached hereto as **Exhibit E** is a true and correct copy of screenshots of the “FCM v. MindMed” page on Troop’s website, Troop.com, taken December 1, 2023, which states that Troop is located at 12 Park St., Brooklyn, NY 11206.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed this 1st day of December, 2023, in Brooklyn, New York.

A handwritten signature in black ink, appearing to read 'Kaitland Kennelly', is written over a horizontal line.

Kaitland Kennelly, Esq.